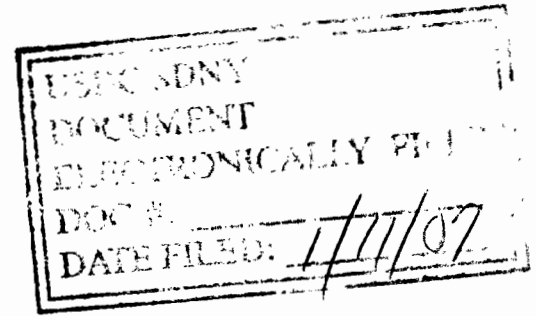


SHERMAN, S.

Stephen F. Huff (SH 1415)  
Tom J. Ferber (TF 9904)  
William L. Charron (WC 1735)  
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Attorneys for Defendants DreamWorks, LLC  
and Warner Bros. Entertainment Inc.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
CLONUS ASSOCIATES and ROBERT S.  
FIVESON d.b.a. FIVESON PRODUCTIONS

Plaintiffs,

Case No. 05 CV 7043 (SAS)

v.

DREAMWORKS, LLC and WARNER BROS.  
ENTERTAINMENT, INC.,

Defendants.  
-----X

**STIPULATION AND ORDER OF DISMISSAL WITH PREJUDICE**

IT IS HEREBY STIPULATED AND AGREED by and between the attorneys for the plaintiffs to this action, Clonus Associates and Robert S. Fiveson d.b.a. Fiveson Productions (collectively, "Plaintiffs"), and the attorneys for defendants DreamWorks, LLC and Warner Bros. Entertainment, Inc. (collectively, "Defendants"), pursuant to Rule 41(a)(1) of the Federal Rules of Civil Procedure, as follows:

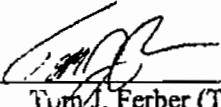
1. All of Plaintiffs' claims as set forth in the Complaint dated August 8, 2005, and in the First Amended Complaint dated February 14, 2006, as well as any claims that Plaintiffs

could have asserted against Defendants by reason of matters alleged therein, are hereby dismissed with prejudice.

2. Each party shall bear his or its own costs and attorneys' fees, and each party hereby waives any right to move for or otherwise pursue an award of attorneys' fees, costs or sanctions against any other party or his or its attorney.

Dated: December 20, 2006

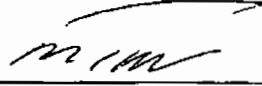
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LAW OFFICE OF MARC TOBEROFF, PLC

By:   
Marc Toberoff

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Attorney for Plaintiffs

SO ORDERED:

  
United States District Judge

1/10/07